

# Exhibit 12

Outlook E-mail

**From:** Devine, Timothy  
**Sent:** 5/8/2012 7:24:48 AM  
**To:** Lee, Gary S.; 'rcieri@kirkland.com'; Levitt, Jamie A.; Hamzehpour, Tammy; Ruckdaschel, John  
**Cc:** 'rschrock@kirkland.com'; Solomon, William Legal; Thompson, William - Legal Dept - PA; Delehey, Lauren - PA  
**Subject:** Talcott Franklin

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I spoke with Talcott Franklin this morning.

I told him the timing is extremely short and that if he wants to improve the chances of the Plan he should get his clients' consent and sign the draft Settlement Agreement and PSA today.

I told KP last night again that her footprint alone is not big enough and that Talcott Franklin ought to sign on. She was fine with that.

She is also working on Freddie.

Freddie claims that they understood from our meeting with Hart that FHFA/Freddie would have to waive its securities law claims if it were to join in support of the r/w deal. I have reached out to Hart to disabuse him of this misunderstanding.

I expect we'll hear something back from the MBIA folks today. I don't know what to expect from them in particular but I think they understood that the Plan is by far best game in town.

Thanks.

Tim

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